

ATP 30 Public Company Limited

Notes to interim financial statements

For the three-month and nine-month periods ended 30 September 2016

1. General information

1.1 Corporate information

On 14 March 2015, the Extraordinary General Meeting of shareholders No.1/2558 of the Company passes a special resolution to approve the change of its status from limited company to be a public limited company under the Public Limited Companies Act and change the Company's name from "ATP 30 Corporation Company Limited" to "ATP 30 Public Company Limited". The Company registered its transformation in to a public limited company and the amendment of the Company's name with the Ministry of Commerce on 19 March 2015.

1.2 Basis for the preparation of interim financial statements

These interim financial statements are prepared in accordance with Thai Accounting Standard 34 (revised 2015) *Interim Financial Reporting*, with the Company choosing to present condensed interim financial statements. However, the Company has present the statements of financial position, comprehensive income, changes in shareholders' equity and cash flows in the same format as that used for the annual financial statements.

The interim financial statements are intended to provide information additional to that included in the latest annual financial statements. Accordingly, they focus on new activities, events and circumstances so as not to duplicate information previously reported. These interim financial statements should therefore be read in conjunction with the latest annual financial statements.

The interim financial statements in Thai language are the official statutory financial statements of the Company. The interim financial statements in English language have been translated from the Thai language financial statements.

1.3 New financial reporting standards

During the period, the Company has adopted the revised and new financial reporting standards issued by the Federation of Accounting Professions which became effective for fiscal years beginning on or after 1 January 2016. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards, with most of the changes directed towards revision of wording and terminology, and provision of interpretations and accounting guidance to users of standards. The adoption of these financial reporting standards did not have any significant impact on the Company's financial statements.

1.4 Significant accounting policies

The interim financial statements are prepared using the same accounting policies and methods of computation as were used for the financial statements for the year ended 31 December 2015.

2. Related party transactions

During the periods, the Company had significant business transactions with related parties. Such transactions, which are summarised below arose in the ordinary course of business and were concluded on commercial terms and bases agreed upon between the Company and those related parties.

	(Unit: Million Baht)				Pricing policy
	For the three-month periods ended 30 September		For the nine-month periods ended 30 September		
	<u>2016</u>	<u>2015</u>	<u>2016</u>	<u>2015</u>	
	<u>Transactions with related parties</u>				
Subcontract service	1.2	1.0	3.6	3.0	As agreed price
Insurance expenses	1.4	1.5	4.2	4.6	As agreed price
Rental and service expenses	0.3	0.3	0.8	0.8	Contract price
Consultancy fee	0.2	0.1	0.5	0.2	As agreed price
Interest expenses	-	0.1	-	0.3	8.5% per annum

As at 30 September 2016 and 31 December 2015, the balances of the accounts between the Company and those related parties were as follows:

	(Unit: Thousand Baht)	
	30 September 2016	31 December 2015 (Audited)
<u>Prepaid insurance expenses - related party</u>		
Thaisri Insurance Public Company Limited (Common Director)	2,135	3,011
<u>Trade accounts payable - related parties (Note 7)</u>		
NPR Trans Tour Company Limited (Common management)	887	908
Mr.Vinai Pumpit (Manager of the Company)	305	-
	<u>1,192</u>	<u>908</u>
<u>Other payables - related parties (Note 7)</u>		
Accrued insurance expenses - Thaisri Insurance Public Company Limited (Common Director)	815	2,502
Accrued consultancy fee - Mr.Viwat Kromdit (Director of the Company)	50	20
Accrued rental and service expenses - Kromdit Park Company Limited (Common Director)	130	126
	<u>995</u>	<u>2,648</u>

Directors and management's benefits

During the three-month and nine-month periods ended 30 September 2016 and 2015, the Company had employee benefit expenses payable to its directors and management as below.

	(Unit: Thousand Baht)			
	For the three-month periods ended 30 September		For the nine-month periods ended 30 September	
	<u>2016</u>	<u>2015</u>	<u>2016</u>	<u>2015</u>
Short-term employee benefits	2,347	1,659	7,747	5,940
Post-employment benefits	50	45	150	135
Total	<u>2,397</u>	<u>1,704</u>	<u>7,897</u>	<u>6,075</u>

3. Trade and other receivables

The balances of trade and other receivables as at 30 September 2016 and 31 December 2015 aged on the basis of due dates, are summarised below.

	(Unit: Thousand Baht)	
	30 September 2016	31 December 2015
		(Audited)
<u>Trade accounts receivable</u>		
Aged on the basis of due dates		
Not yet due	37,163	23,388
Past due		
Up to 3 months	11	355
Total trade accounts receivable	<u>37,174</u>	<u>23,743</u>
Accrued services income	1,975	774
Advance payment	39	215
Other receivables	-	120
Total trade and other receivables	<u>39,188</u>	<u>24,852</u>

4. Restricted bank deposits

This represent saving and fixed deposit pledged with the bank to secure bank guarantees.

5. Transportation vehicles

Movements of the transportation vehicles account during nine-month period ended 30 September 2016 are summarised below.

	(Unit: Thousand Baht)
Net book value as at 1 January 2016	345,131
Acquisitions during the period - at cost	93,089
Disposals during the period - net book value at disposal date	(307)
Depreciation for the period	(30,179)
Net book value as at 30 September 2016	<u>407,734</u>

As at 30 September 2016, the Company had transportation vehicles under finance lease agreements with net book values amounting to Baht 325 million (31 December 2015: Baht 260 million).

As at 31 December 2015, the Company has pledged its vehicles for transportation service of with net book value of approximately Baht 6.2 million as collateral against credit facilities from financial institutions. In the current period, the Company has redeemed the collateral.

6. Leasehold improvement and equipment

Movements of the leasehold improvement and equipment account during nine-month period ended 30 September 2016 are summarised below.

	(Unit: Thousand Baht)
Net book value as at 1 January 2016	6,235
Acquisitions during the period - at cost	2,652
Depreciation for the period	(943)
Net book value as at 30 September 2016	<u>7,944</u>

(Unaudited but reviewed)

7. Trade and other payables

	(Unit: Thousand Baht)	
	30 September	31 December
	2016	2015
		(Audited)
Trade accounts payable	23,643	21,971
Trade accounts payable - related parties (Note 2)	1,192	908
Other payables	826	951
Accounts payables - purchase of fixed assets	1,095	888
Accrued expenses	2,661	3,390
Accrued insurance expenses - related party (Note 2)	815	2,502
Accrued rental and services expenses - related party (Note 2)	130	126
Accrued consultancy fee - related party (Note 2)	50	20
Advance receipt	210	178
Total	<u>30,622</u>	<u>30,934</u>

8. Liabilities under finance lease agreements

	(Unit: Thousand Baht)	
	30 September	31 December
	2016	2015
		(Audited)
Liabilities under finance lease agreements	254,530	240,954
Less : Deferred interest expenses	<u>(27,493)</u>	<u>(32,552)</u>
Total	227,037	208,402
Less : Portion due within one year	<u>(66,754)</u>	<u>(49,824)</u>
Liabilities under finance lease agreements - net of current portion	<u>160,283</u>	<u>158,578</u>

The Company has entered into the finance lease agreements with the leasing companies for rental of transportation vehicles for use in its operation, whereby it is committed to pay rental on a monthly basis. The terms of the agreements are generally 4 - 5 years.

Movements of the liabilities under finance lease agreements account during the nine-month period ended 30 September 2016 are summarised below.

	(Unit: Thousand Baht)
Balance as at 1 January 2016	208,402
Add: additional liability during the period	61,585
Less: payments during the period	<u>(42,950)</u>
Balance as at 30 September 2016	<u>227,037</u>

9. Share capital

On 12 March 2015, the Annual General Meeting of the shareholders passed the following significant resolutions:

- 1) The payment of a dividend of Baht 75 per share from the operating results, totaling approximately Baht 30 million and transfer of retained earnings to legal reserve amounting to Baht 443,130.
- 2) The increase in the Company's registered capital from Baht 40 million (400,000 ordinary shares of Baht 100 each) to Baht 70 million (700,000 ordinary shares of Baht 100 each) by issuing additional 300,000 ordinary shares of Baht 100 each, to be offered to existing shareholders.

On 14 March 2015, the Extraordinary General Meeting of the shareholders passed the following significant resolutions:

- 1) The change in the Company's status to a public company limited, in accordance with the Public Limited Companies Act B.E. 2535.
- 2) The change of the par value of its ordinary shares from 700,000 shares at Baht 100 each to 280,000,000 shares at Baht 0.25 each.
- 3) The increase in the Company's registered capital from Baht 70 million (280,000,000 ordinary shares of Baht 0.25 each) to Baht 110 million (440,000,000 ordinary shares of Baht 0.25 each) by issuing additional 160,000,000 ordinary shares of Baht 0.25 each, to be offered through initial public offering.

The Company registered the increase in its registered share and the change in the par value of the share with the Ministry of Commerce on 13 March 2015 and 19 March 2015, respectively, the Company received subscriptions for the newly issued ordinary shares totaling Baht 30 million from the existing shareholders in March 2015.

During 19 - 21 August 2015, the Company made an Initial Public Offering of 160 million ordinary shares, with a par value of Baht 0.25 each, at the price of Baht 0.95 per share, or for a total of Baht 152 million. The Company received payment of this share capital increment and registered the increase of its issued and paid-up share capital from Baht 70 million (280 ordinary shares with a par value of Baht 0.25 per share) to Baht 110 million (440 ordinary shares with a par value of Baht 0.25 per share) with the Ministry of Commerce on 24 August 2015.

The Company incurred expenses relating to the share offering amounting to approximately Baht 6.0 million (net of income tax of Baht 1.2 million), and these expenses were recorded as a deduction against share premium.

The Market for Alternative Investment (“mai”) has approved the Company’s 440 million ordinary shares with a par value of Baht 0.25 each as listed securities to be trading on the mai, effective from 27 August 2015.

Reconciliation of number of ordinary shares

	Number of shares (Thousand shares)	Par value (Baht)	Registered share capital (Thousand Baht)
1 January 2015	400	100	40,000
Increase share capital	300	100	30,000
	700	100	70,000
Change in the par value	280,000	0.25	70,000
Increase share capital	160,000	0.25	40,000
30 September 2015	440,000	0.25	110,000

10. Dividends

	Approved by	Total dividends (Million Baht)	Dividend per share (Baht)
Dividends for 2014	Annual General Meeting of the shareholders on 12 March 2015	30	75
Dividends for 2015	Annual General Meeting of the shareholders on 4 April 2016	9.7	0.022

On 30 May 2015, the Extraordinary General Meeting of the shareholders passed a resolution to revise the dividend payment of year 2014 that had been approved by the annual general meeting of the shareholder from Baht 30 million to Baht 27 million, because of the adjustment of the depreciation of transportation vehicles. In June 2015, the Company received dividends from shareholders amounting to Baht 3 million.

11. Income tax

Interim corporate income tax was calculated on profit before income tax for the period, using the estimated effective tax rate for the year.

Income tax expenses for the three-month and nine-month periods ended 30 September 2016 and 2015 are made up as follows:

	(Unit: Thousand Baht)			
	For the three-month periods ended 30 September		For the nine-month periods ended 30 September	
	<u>2016</u>	<u>2015</u>	<u>2016</u>	<u>2015</u>
Current income tax:				
Interim corporate income tax charge	-	-	-	-
Effect of income tax related to the share offering (Note 9)	-	1,202	-	1,202
Deferred tax:				
Relating to origination and reversal of temporary differences	<u>(966)</u>	<u>(2,487)</u>	<u>(292)</u>	<u>(255)</u>
Tax (income) expenses reported in the statement of comprehensive income	<u>(966)</u>	<u>(1,285)</u>	<u>(292)</u>	<u>947</u>

12. Basic earnings per share

Basic earnings per share is calculated by dividing profit for the period attributable to equity holders of the Company (excluding other comprehensive income) by the weighted average number of ordinary shares in issue during the period.

The following table sets forth the computation of basic earnings per share;

	For the three-month periods ended 30 September		For the nine-month periods ended 30 September	
	<u>2016</u>	<u>2015</u>	<u>2016</u>	<u>2015</u>
	Profit for the period (Thousand Baht)	7,940	2,015	18,457
Weighted average number of ordinary shares (Thousand shares)	440,000	271,320	440,000	271,320
Earnings per share (Baht per share)	0.02	0.01	0.04	0.02

13. Segment information

The Company's principal operating segments are transport services. Its operations are carried on only in Thailand. Segment performance is measured based on operating profit or loss, on a basis consistent with that used to measure operating profit or loss in the financial statements. As a result, all of the revenues, operating profits and assets as reflected in these financial statements pertain exclusively to the aforementioned reportable operating segment and geographical area.

14. Commitments and contingent liabilities**14.1 Operating lease commitments**

The Company has entered into several lease agreements in respect of the lease of land, building space and equipment. The terms of the agreements are generally between 3 to 10 years.

Future minimum lease payments required under these operating leases contracts were as follows:

	(Unit: Million Baht)	
	30 September 2016	31 December 2015
	<hr/>	<hr/>
		(Audited)
Payable:		
In up to 1 year	1.6	1.4
In over 1 and up to 5 years	2.4	1.7
Over 5 years	0.1	0.2

14.2 Bank guarantee

As at 30 September 2016, there were outstanding bank guarantees of approximately Baht 3.7 million (31 December 2015: Baht 3.5 million) issued by banks on behalf of the Company as required in the normal course of business.

15. Approval of interim financial statements

These interim financial statements were authorised for issue by the Company's Board of Directors on 9 November 2016.